

David J. Sheehan (DS 4818)
Email: dsheehan@bakerlaw.com
Douglas E. Spelfogel (DS 7097)
Email: dpselfogel@bakerlaw.com
Marc Hirschfield (MH 1537)
Email: mhirschfield@bakerlaw.com
Richard J. Bernard (RB 6371)
Email: rbernard@bakerlaw.com
BAKER & HOSTETLER LLP
45 Rockefeller Plaza
New York, New York 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201

Attorneys for Irving H. Picard, Esq.,
Trustee for the SIPA Liquidation of Bernard L.
Madoff Investment Securities LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-1789 (BRL)

SIPA Liquidation

**NOTICE OF SALE AND SOLICITATION OF BIDS TO PURCHASE
CERTAIN ASSETS OF BERNARD L. MADOFF INVESTMENT SECURITIES LLC**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Irving H. Picard, Esq. (the “Trustee”), as trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC (the “Debtor”), has entered into an Asset

Purchase Agreement dated as of March 27, 2009 (the “Agreement”) with a purchaser (the “Purchaser”) to sell certain market making assets of the Debtor (the “Assets”).

2. The United States Bankruptcy Court entered an Order (the “Bidding Procedures Order”)¹ on April 7, 2009 (i) approving certain auction procedures (the “Bidding Procedures”), which procedures are to be applied in connection with the proposed sale of the Assets; (ii) establishing procedures with respect to the assumption and assignment of certain unexpired executory contracts and leases; and (iii) scheduling the Sale Hearing (as defined below).

3. All interested parties are invited to submit a qualifying bid to purchase the Assets. Other than the bid of the Purchaser, which has been and is deemed received, any and all bids must be in accordance with the Bidding Procedures and must be RECEIVED by the following parties (the “Service Parties”) **on or before April 22, 2009 at 12:00 p.m.** Eastern Daylight Time (i) the counsel to the Trustee, Baker & Hostetler LLP, 45 Rockefeller Plaza, New York, New York, 10111 (Attn: Douglas E. Spelfogel, Esq., Marc Hirschfield, Esq. and Richard J. Bernard, Esq.); and (ii) counsel to Purchasers, Choate Hall & Stewart LLP, Two International Place, Boston, Massachusetts 02110 (Attn: Jolie M. Siegel, Esq. and William S. McMahon, Esq.).

4. If competing bids are received, the Trustee shall hold an auction (the “Auction”) for the Assets on **April 27, 2009, commencing at 10:00 a.m.** Eastern Daylight Time, at the offices of Baker & Hostetler LLP, 45 Rockefeller Plaza, New York, New York 10111, 11th Floor. The Auction will be governed by the terms and conditions of the Bidding Procedures, which have been authorized and approved by the Bankruptcy Court.

¹ A copy of the Bidding Procedures Order is attached hereto as Annex A.

5. A hearing to approve the sale of the Assets to the Purchaser or a successful bidder other than the Purchaser is scheduled to be conducted on **April 28, 2009 at 10:00 a.m.** Eastern Daylight Time (the “Sale Hearing”) or as soon thereafter as counsel may be heard. The Sale Hearing will be held before the Honorable Burton R. Lifland, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004.

6. Any objections or responses to any relief requested at the Sale Hearing (an “Objection”) shall set forth, in writing, with particularity, the grounds for such objections or other statements of position and be filed with the Bankruptcy Court and served on Baker & Hostetler LLP, 45 Rockefeller Plaza, New York, New York, 10111 (Attn: Douglas E. Spelfogel, Esq., Marc Hirschfield, Esq. and Richard J. Bernard, Esq.) in such a manner that it is actually **RECEIVED on or before April 22, 2009 at 12:00 p.m.** Eastern Daylight Time. Objections that do not conform to the foregoing will not be considered by the Bankruptcy Court.

7. All requests for information concerning the Sale Order, the Bidding Procedures Order, the Agreement or the Assets should be directed to the undersigned counsel for the Trustee, Baker & Hostetler LLP, 45 Rockefeller Plaza, New York, New York, 10111 (Attn: Douglas E. Spelfogel, Esq., Marc Hirschfield, Esq. and Richard J. Bernard, Esq.).

Dated: New York, New York
April 7, 2009

s/Marc Hirschfield

Baker & Hostetler LLP
45 Rockefeller Plaza
New York, New York 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201
Douglas E. Spelfogel (DS 7097)
Email: dspelfogel@bakerlaw.com
David J. Sheehan (DS 4818)
Email: dsheehan@bakerlaw.com
Marc Hirschfield (MH 1537)
Email: mhirschfield@bakerlaw.com
Richard J. Bernard (RB 6371)
Email: rbernard@bakerlaw.com

*Attorneys for Irving H. Picard, Esq.
Trustee for the SIPA Liquidation of Bernard L.
Madoff Investment Securities LLC*

102745465